

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

**IN RE: INSULIN PRICING  
LITIGATION**

**CASE NO. 2:23-MD-03080  
MDL NO. 3080**

**DECLARATION OF BENJAMIN  
HAZELWOOD IN SUPPORT OF  
MOTION TO SEAL**

**THIS DOCUMENT RELATES TO:**

*County of Albany, New York v. Eli Lilly, et al.*, No. 1:22-cv-00981

*King County v. Eli Lilly et al.*, No. 2:23-cv-21178

*Lake County, Illinois v. Eli Lilly, et al.*, No. 2:23-cv-08487

I, Benjamin Hazelwood, hereby declare pursuant to 28 U.S.C. § 1746 as follows:

1. I am over 21 years old, of sound mind, and under no legal disability. I have personal knowledge of the facts set forth in this Declaration and if called to testify in person about those facts, could and would do so competently under oath.

2. I am a member of the bars of the District of Columbia, New York, and Virginia and I am admitted *pro hac vice* to practice in this matter before this Court. I am a partner at the law firm Williams & Connolly LLP and represent Defendants CVS Health Corporation, CVS Pharmacy, Inc., Caremark Rx, L.L.C., CaremarkPCS

Health, L.L.C., and Caremark, L.L.C (collectively, “CVS”) in this action. As such, I am familiar with the facts and circumstances in this matter.

3. I submit this declaration in support of PBM Defendants’ Motion to Seal Confidential Information contained in the following documents, which have been filed provisionally under seal:

a. PBM Defendants’ Memorandum in Support of Motion to Dismiss the Self-Funded Payor Track Complaints (Albany, King, and Lake Counties), filed August 22, 2024 (“PBM Defendants’ Motion to Dismiss”) [ECF No. 252];

b. Exhibits 1-7 in Support of PBM Defendants’ Motion to Dismiss, filed August 22, 2024 [ECF Nos. 253-1, 254-1 through 254-5, and 255-1];

c. Self-Funded Payor Plaintiffs’ Response in Opposition to PBM Defendants’ Motion to Dismiss, filed August 22, 2024 [ECF No. 257]; and

d. PBM Defendants’ Reply in Support of PBM Defendants’ Motion to Dismiss, filed August 22, 2024 [ECF No. 259].

4. Plaintiffs do not object to this request. I am aware of no party or non-party that objects to this request.

5. An Index, substantially in the form suggested by Appendix U to the Local Civil Rules, has been prepared identifying the proprietary and confidential information the PBM Defendants seek to seal (referred to herein as the “Confidential

Materials”), including: (a) the nature of the materials or proceedings at issue; (b) the legitimate private or public interest which warrants the relief sought; (c) the clearly defined and serious injury that would result if the relief sought is not granted; (d) why a less restrictive alternative to the relief sought is not available; and (e) the identity of any party or nonparty known to be objecting to the sealing request. No prior order has been entered in this action sealing the same materials.

6. Attached to this Declaration as Exhibit 1 is a true and correct copy of the Index in Support of the PBM Defendants’ Motion to Seal.

7. Attached to this Declaration as Exhibit 2 is a true and correct copy of the Declaration of Michael Perry, submitted on behalf of the CVS Defendants.

8. Attached to this Declaration as Exhibit 3 is a true and correct copy of the Declaration of Jim Engler, submitted on behalf of the ESI Defendants.

9. Attached to this Declaration as Exhibit 4 is a true and correct copy of the Declaration of David Liou, submitted on behalf of the OptumRx Defendants.

10. Additionally, redacted versions of the documents containing only portions of Confidential Materials—*i.e.*, those not sought to be maintained entirely under seal—are attached hereto as Exhibits 5, 6, 7.

11. Certain materials related to the Self-Funded Payor Track Motion to Dismiss briefing that were filed provisionally under seal on August 22, 2024—specifically, ECF Nos. 250, 250-1 through 250-23, 256, and 258—are expected to

be filed publicly on the docket with no redactions forthwith by the Manufacturer Defendants.

I declare under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge.

Executed this 27th day of September, 2024, in Washington, DC.

/s/ Benjamin Hazelwood  
Benjamin Hazelwood